

**BYLAWS AND POLICY COMMITTEE MINUTES**  
**CCS Office**  
**100 Tri State International Dr. Lincolnshire, IL 60069**  
**January 26, 2024**

**REMOTE PARTICIPATION**

1. CALL TO ORDER

The meeting was called to order by Chair L. Dorfman at 10:01 A.M.

2. ROLL CALL

J. Bonell	Des Plaines	S. Murray	Algonquin (joined 10:07 A.M.)
L. Dorfman	Glenview	F. Novak	Huntley
A. Kim	Glencoe		

Also present: R. Malinowski, CCS; D. Wischmeyer, CCS; B. Stoneburner, CCS  
Absent: A. Dodson, Fox River Valley, B Shepard, Indian Trails

3. ADDITIONS TO THE AGENDA

None.

4. PUBLIC COMMENT

None.

5. CONSENT AGENDA

Bonell MOVED, Kim SECONDED to

**APPROVE THE MINUTES OF THE MARCH 29, 2022 MEETNG.**

Ayes: Bonell, Dorfman, Kim, Novak

Nays: None

Absent: A. Dodson, S. Murray, B. Shepard

MOTION CARRIED BY ROLL CALL VOTE

S. Murray joined the meeting at 10:07 A.M.

6. REVIEW OF SELECTED AREAS OF BYLAWS AND POLICY

- a. Discussion: Authority around OCLC and Find More Illinois - R. Malinowski sent a list of questions prior to the meeting for review that were drafted after receiving feedback from H. Smith and B. Shepard and after a

discussion with Chair L. Dorfman. Malinowski stated that the goal of the meeting was to identify how to proceed related to the questions and take that direction and consult with the attorney to draft language where needed for review at the next Bylaws and Policy Committee meeting. Malinowski stated that she also reviewed bylaws of other library consortiums to compare with current CCS bylaws.

*Does CCS (can/should CCS) have the authority to require use of a non-ILS tool of members?*

*When a discussion/decision isn't directly tied to the governance of the ILS, how should we decide if it truly falls within the scope of the CCS governing body?*

After a lengthy discussion there was agreement that the bylaws language needed to identify the scope of CCS but that it was important to maintain flexibility for CCS to operate. L. Dorfman stated that any changes to the bylaws should not impede CCS and the Governing Board's ability to meet the vision and mission. As a next step, R. Malinowski will expand her research to include academic and non-Illinois and non-public groups to compare bylaws. J. Bonell volunteered to assist with this review.

*When approving system-wide services/new services, should the vote be a simple majority of members present or a 2/3 vote of all membership?*

There was a discussion as to whether there should be a simple majority of members present or a 2/3 vote of all membership when approving system-wide services or new services. R. Malinowski stated that the Bylaws currently only require a 2/3 vote of membership for budget, new members, and Bylaws changes. After a discussion the committee was in agreement with the current Bylaws language regarding 2/3's vote.

*Does CCS (can/should CCS) have the authority to require members to sign agreements with third parties?*

R. Malinowski reported that currently CCS pays OCLC and bills libraries but that all libraries get an OCLC agreement from the state that have to be signed and that Find More Illinois currently requires all libraries to sign an agreement although RAILS is currently exploring this. CCS would have preferred to have one signed agreement instead of for each library, which is our general practice for group services. B. Shepard's email referred to the Library Board "delegating authority" to CCS when CCS requires signing a contract, and there was agreement to add language to the IGA that this may occur in some circumstances. There was also agreement that a Policy should be drafted to indicate that CCS system-wide purchases or services will be supported by a centrally held contract.

R. Malinowski will review the bylaws of LIRA, WIN and LIMRiCC to compare and will draft language with proposed options to review with lawyer and bring to the next meeting.

b. Discussion: Membership

There was a discussion about what amount CCS wants to ask incoming members to pay into the CCS development fund investment. The current Bylaws state that the calculation would follow the new member billing policy, but the policy does not address this component of an incoming fee a library would pay into the development fund. R. Malinowski had previously reviewed how the fee was calculated at the November Governing Board meeting and had reported that with reduced costs and Development Fund rebates paid to the libraries, the investment fee had dropped to \$2484.07. Malinowski stated that she had asked other consortia directors and two responded that they had not required it.

There was a lengthy discussion regarding options to calculate the new member development fund fee, how much should be based on the incoming library size and if there should be a floor. The committee also discussed whether the money is still needed, what the money is used for, and if the same factors should apply that currently factor into the annual budget and member fees. Malinowski stated that CCS does not have the large expenditures as before due to changes in technology. The committee agreed there should not be a floor or cap to the amount, but that library size should be added to the calculation to possibly make it more equitable.

NEXT STEPS – R. Malinowski will draft updates to the Bylaws and Policy as discussed and bring them to the next Bylaws and Policy Committee meeting for review along with drafted language and calculation examples for the membership fee.

## 7. ADJOURNMENT

The meeting was adjourned by Chair Dorfman at 11:59 A.M.